



The David J. Joseph Company

November 14, 2003

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20006-0001

RECORDATION NO. 21319-C FILED

NOV 18 '03 12-18 PM

SURFACE TRANSPORTATION BOARD



Dear Mr. Williams:

Please find enclosed, two (2) originals of the Memorandum of Amendment No. 4 to Railroad Equipment Lease dated as of October 24, 2003 between the following parties:

Lessee: Potlatch Corporation
801 Mill Road
Lewiston, ID 83501-0057

Lessor: Joseph Leasing LTD.
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A for the equipment, (25) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Amendment No. 4 to Railroad Equipment Lease dated October 24, 2003 related to twenty-five (25) railcars bearing reporting marks TKEN 2732-12038, sporadic.

Please file this agreement as a secondary document as it relates to documents previously filed with the Surface Transportation Board under recordation numbers 21319 through 21319-B. The amount of \$30.00 is included on the enclosed check for the filing fees for this document. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 621-8770 ext. 4239.

Sincerely,

The David J. Joseph Company

Julie M. Woodard
Documentation Coordinator

Enclosures

RECORDATION NO. 21319-C FILED

**MEMORANDUM OF
AMENDMENT NO. 4 TO
RAILROAD EQUIPMENT LEASE**

NOV 10 '03 12:18 PM
SURFACE TRANSPORTATION BOARD

This **MEMORANDUM OF AMENDMENT NO. 4 TO THE RAILROAD EQUIPMENT LEASE** ("Memorandum of Amendment No. 4") entered into this 24th day of October, 2003, is intended to evidence the amendment dated as of October 24, 2003 (the "Amendment No. 4"), between **JOSEPH LEASING LTD.**, an Ohio limited liability company ("Lessor"), and **POTLATCH CORPORATION**, a Delaware corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. The parties agree that Lessee has the right to use the twenty-five (25) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

FURTHER, the Memorandum of Railroad Equipment Lease (the "Memorandum of Lease") between Lessor and Lessee, was duly filed with the Surface Transportation Board ("STB") on April 6, 1998, with Recordation No. 21319. This Memorandum of Lease Amendment No. 4 should receive Recordation No. 21319-C.

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IN WITNESS WHEREOF, Lessor and Lessee each pursuant to due corporate authority, has executed this Memorandum of Amendment No. 4 on the date indicated below its signature.

LESSOR

JOSEPH LEASING LTD.

By: 

Title: Committee Member

Date: October 24, 2003

LESSEE

POTLATCH CORPORATION

By: 

Title: Director of Distribution

Date: 10-28-2003

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

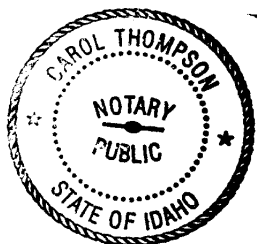
The foregoing instrument was acknowledged before me this 24th day of October, 2003, by James H. Goetz, a Committee Member of Joseph Leasing Ltd., an Ohio limited liability company, on behalf of the company.

Angela Denise Watts
Notary Public

ANGELA DENISE WATTS
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date Section 147.03 O.R.C.

STATE OF Idaho)
)
COUNTY OF Nez Perce) SS:

The foregoing instrument was acknowledged before me this 28th day of October, 2003, by David A. Weisel the Director of Distribution of Potlatch Corporation, a Delaware corporation, on behalf of the corporation.



Carol Thompson
Notary Public

EXHIBIT A

To the Memorandum of Amendment No. 4 dated October 24, 2003, between Joseph Leasing Ltd., and Potlatch Corporation.

DESCRIPTION OF UNITS

Twenty-five (25) railcars bearing reporting marks as follows:

OLD NUMBER		NEW NUMBER	
TNMR	2732	TKEN	2732
TNMR	2741	TKEN	2741
TNMR	2754	TKEN	2754
TNMR	2757	TKEN	2757
TNMR	2759	TKEN	2759
TNMR	2760	TKEN	2760
TNMR	2762	TKEN	2762
TNMR	2764	TKEN	2764
TNMR	2769	TKEN	2769
TNMR	2774	TKEN	2774
TNMR	2776	TKEN	2776
TNMR	2777	TKEN	2777
TNMR	2785	TKEN	2785
TNMR	2792	TKEN	2792
TNMR	2793	TKEN	2793
TNMR	2798	TKEN	2798
TNMR	12002	TKEN	12002
TNMR	12005	TKEN	12005
TNMR	12011	TKEN	12011
TNMR	12016	TKEN	12016
TNMR	12021	TKEN	12021
TNMR	12029	TKEN	12029
TNMR	12031	TKEN	12031
TNMR	12034	TKEN	12034
TNMR	12038	TKEN	12038